

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

In re: AUTOMOTIVE PARTS ANTITRUST LITIGATION,	Master File No. 12-md-02311 Hon. Marianne O. Battani
In Re: ALL CASES	
THIS DOCUMENT RELATES TO: All Actions	

DECLARATION OF JUSTINA K. SESSIONS

I Justina K. Sessions declare under penalty of perjury as follows.

1. I am an attorney licensed to practice law in the State of California and am an associate with the law firm of Keker & Van Nest LLP, located at 633 Battery Street, San Francisco, California 94111, counsel for Honda with respect to the subpoenas and motions to compel served in the above-referenced action (the “Subpoenas” and the “Motion to Compel”). I have knowledge of the facts set forth herein, and if called to testify as a witness thereto, I could do so competently under oath.

2. Honda was served with the initial Subpoenas in this action on July 6, 2015.

3. Beginning on January 29, 2016, Honda produced to the Serving Parties copies of the materials maintained in the ordinary course of business that it produced to the U.S. Department of Justice in connection with closed investigations of auto-parts conspiracies (“DOJ Materials”). These DOJ Materials included upstream parts-purchase data and maker layout evaluation forms (“MLEFs”) for twenty-one different components, including: wire harnesses, electronic control units; heater control panels; instrument panel clusters; fuse boxes; relay boxes; junction blocks; power distributors; wiring connectors and terminals; lead wire assemblies; cable bond; anti-lock brake switches and sensors; fuel senders and gauges; switches; steering angle sensors; seat belts; spark plugs; radiators; AVR parts; windshield wipers/washers; and bearings. In total, Honda’s produced DOJ Materials consist of over 700 pages, including many spreadsheets of native data. Honda’s production letters are attached as Exhibits A-C.

4. On January 29, 2016, Honda produced a schedule of MSRP and dealer-invoice prices, as well as related prices (such as holdback and D&H) and samples of dealer-pricing announcements for all US-sold vehicles from 2000 forward. *See also* Exhibit A.

5. On November 16, 2016, Honda produced the following documents and data:

i) Detailed cost simulation system (CSS) data for every Honda major model manufactured in the United States since 2005. This CSS data includes all components of the vehicle, the suppliers, and the part cost immediately prior to mass production.

ii) Operations and procedure documents governing Honda's use of maker layout evaluation forms (MLEFs), including the criteria on which Honda evaluates suppliers and their bids.

iii) Honda's purchasing contracts with wire harness, bearings and anti-vibrational rubber parts suppliers, to the extent they could be located after a reasonably diligent search.

iv) Quarterly cost quotations for all vehicles sold by American Honda Motor Company, Inc. since 1998. These cost quotations reflect the price at which the manufacturing plant sells all vehicles to American Honda Motor Company, Inc. (the sole distributor of Honda vehicles in North America).

v) A description of all incentive programs for which Honda has been able to locate information, without any date cutoff.

vi) Model master spreadsheet detailing the plant of manufacture, model name, model year date, and specifications for 2002 until mid-2013.

A copy of Honda's production letter is attached as Exhibit D.

6. I am familiar with Keker and Van Nest LLP's billing records for legal work associated with the Subpoena and Motion to Compel. As of November 22, 2016, Keker and Van Nest LLP attorneys have performed over 400 hours of work in connection with the Subpoena and the Motion to Compel. This work includes drafting briefs, conferring with the Serving Parties and answering their questions, investigating the Serving Parties' requests and demands, preparing and defending Honda 30(b)(6) depositions, and travel to Detroit for and attendance at mediations and hearings on the motions to compel.

7. I have been informed by Honda that it would take approximately sixty hours of employee time to retrieve the past year of VIN-level transactional data regarding sales from factories to American Honda Motor Company, Inc. and from American Honda Motor Company, Inc. to Honda dealers. Honda estimates that it would take approximately six hours (in addition to the initial sixty) to retrieve each additional year of this data going back to 1998.

8. On October 17, 2016, I had a lengthy call with the Serving Parties. The questions that the Serving Parties asked on that call included numerous questions that Honda had already answered on the phone and in writing, and questions that could be easily answered by consulting Honda's website.

9. Attached as Exhibit E is a true and correct copy of an email from me to the Serving Parties, dated June 22, 2016.

10. Attached as Exhibit F is a true and correct copy of an email from me to the Serving Parties, dated August 30, 2016.

11. Attached as Exhibit G is a true and correct copy of an email from me to the Serving Parties, dated September 12, 2016.

12. Attached as Exhibit H is a true and correct copy of an email from me to the Serving Parties, dated October 10, 2016.

13. Attached as Exhibit I is a true and correct copy of an email from Lara Trager to me dated October 13, 2016.

14. Attached as Exhibit J is a true and correct copy of an email from me to the Serving Parties, dated October 28, 2016.

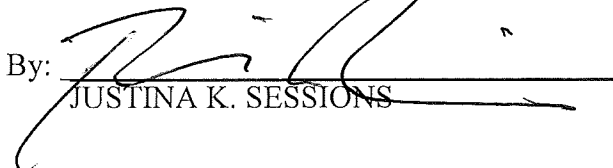
15. Attached as Exhibit K is a true and correct copy of a letter from me to the Serving Parties, dated November 2, 2016.

16. Attached as Exhibit L is a letter from Honda to the Special Master dated November 11, 2016.

17. Attached as Exhibit M are excerpts from the November 3, 2016 deposition of Mark Willoughby.

18. Attached as Exhibit N are excerpts from the November 10, 2016 deposition of Barron Umemoto.

I declare the foregoing under penalty of perjury under the laws of the United States. Executed this 22nd day of November, 2016 at San Francisco, California.

By: 
JUSTINA K. SESSIONS